



**Works Listed in UCC #1 Filings**

1. "Elite (Black and White Variation on Pochade)," casein on canvas, 45x56, 1956-58  
(catalogue plate #7)  
(Joe Carroll UCC dated 2/10/06)  
(Joe Carroll UCC dated 2/17/06)  
(Joe Carroll UCC dated 4/18/06)  
(Joe Carroll UCC dated 7/17/06)  
(Joe Carroll UCC dated 9/20/06)  
--This work is on the January 2007 List.
2. "Graveyard on the Dunes – Provincetown," o/c, 1913, 38x30  
(Joe Carroll UCCs dated 7/17/06; 10/18/06)  
--This Work was returned to Plaintiff in the second half of 2006.
3. "Cubist Study: Brick Gas Tank," o/c, 1916, 23x19  
(Joe Carroll UCCs dated 7/17/06; 10/18/06)  
--This Work was returned to Plaintiff in the second half of 2006.
4. "Cubist Study: Airview," o/c, 1916, 30x24  
(Joe Carroll UCC dated 7/17/06)  
--This work is on the January 2007 List.
5. "Tobacco Fields, Tioga, Pennsylvania," o/c, 1919, 23x29  
(Joe Carroll UCCs dated 7/17/06; 10/18/06)  
--This work is on the January 2007 List.
6. "Untitled (Abstract Still Life)," o/c, 22x33, circa 1922-23  
(Joe Carroll UCC dated 7/17/06)  
--This work is on the January 2007 List.
7. "Working Drawing for Bass Rocks No. 1 and Bass Rocks No. 2," pencil on paper,  
1939, 33x41  
(Joe Carroll UCC dated 7/17/06)  
--This work is on the January 2007 List.
8. "Black and White Variation on Town Square," (Drawing for Report from Rockport)  
ink on paper, circa 1950-64, 26x32  
(Joe Carroll UCCs dated 7/17/06; 10/18/06)  
--This work is on the January 2007 List.
9. "Black and White Variation on Pochade I (Elite #6)," casein on canvas, circa 1956-  
58, 45x56  
(Joe Carroll UCC dated 7/17/06)  
--This work is on the January 2007 List.

10. "Standard Brand #2 (Pad Complet and Standard Brand)," casein and traces of pencil on paper, 1960-61, 12x10  
(Joe Carroll UCC dated 9/20/06)  
(Joe Carroll UCC dated 10/17/06)  
(Joe Carroll UCC dated 10/18/06)  
--This Work was returned to Plaintiff in the second half of 2006.
11. "Art Digest" Cover, guache and traces of pencil on paper, 1953, 18x12  
(Joe Carroll UCC dated 10/18/06)  
--This Work was returned to Plaintiff in the second half of 2006.
12. "Drawing for Egg Beater No. 1," pencil and orange crayon on paper, 1927, 16x21  
(Joe Carroll UCC dated 10/18/06)  
--This Work was returned to Plaintiff in the second half of 2006.
13. "Drawing for Percolator," pencil on paper, 1927, 19x16  
(Joe Carroll UCC dated 10/18/06)  
--This Work was returned to Plaintiff in the second half of 2006.
14. "Drawing for Matches," pencil and red and green crayon on paper, 1927, 20x13  
(Joe Carroll UCC dated 10/18/06)  
--This Work was returned to Plaintiff in the second half of 2006.

325247

2006 FEB 10 AM 10:54

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A NAME & PHONE OF CONTACT AT FILER (optional)	
B SEND ACKNOWLEDGMENT TO: (Name and Address)	

**CSC 50  
DRAW DOWN**

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1 DEBTOR'S EXACT FULL LEGAL NAME - insert only <u>one</u> debtor name (1a or 1b) - do not abbreviate or combine names					
1a ORGANIZATION'S NAME					
OR					
1b INDIVIDUAL'S LAST NAME		FIRST NAME		MIDDLE NAME	
SALANDER		LAWRENCE			
1c MAILING ADDRESS		CITY		STATE	POSTAL CODE
22 EAST 71 STREET		NEW YORK		NY	10021
1d SEE INSTRUCTIONS		1e TYPE OF ORGANIZATION	1f JURISDICTION OF ORGANIZATION	1g ORGANIZATIONAL ID #, if any	
ADDL INFO RE ORGANIZATION DEBTOR		INDIVIDUAL	NEW YORK		
<input type="checkbox"/> NONE					
2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only <u>one</u> debtor name (2a or 2b) - do not abbreviate or combine names					
2a ORGANIZATION'S NAME					
SALANDER-O'REILLY GALLERIES INC.					
OR					
2b INDIVIDUAL'S LAST NAME		FIRST NAME		MIDDLE NAME	
2c MAILING ADDRESS		CITY		STATE	POSTAL CODE
22 EAST 71 STREET		NEW YORK		NY	10021
2d SEE INSTRUCTIONS		2e TYPE OF ORGANIZATION	2f JURISDICTION OF ORGANIZATION	2g ORGANIZATIONAL ID #, if any	
ADDL INFO RE ORGANIZATION DEBTOR		CORPORATION	NEW YORK		
<input type="checkbox"/> NONE					
3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNOR of ASSIGNOR S/P) - insert only <u>one</u> secured party name (3a or 3b)					
3a ORGANIZATION'S NAME					
JOSEPH P. CARROLL LTD.					
OR					
3b INDIVIDUAL'S LAST NAME		FIRST NAME		MIDDLE NAME	
3c MAILING ADDRESS		CITY		STATE	POSTAL CODE
C/O JOSEPH P. CARROLL 200 EAST 66 ST., SUITE D-1905		NEW YORK		NY	10021-1905
					COUNTRY
					USA
4. This FINANCING STATEMENT covers the following collateral:					
SEE ATTACHED SCHEDULE					

5. ALTERNATIVE DESIGNATION (if applicable)	LESSOR/LESSOR	CONSIGNEE/CONSIGNOR	BAILEY/BAILO	SELLER/BUYER	A.G. LIEN	NON-UCC FILING		
6. This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. (check appropriate)	7. Check to REQUEST SEARCH REPORT (R) on Debtor(s)							
8. OPTIONAL FILER REFERENCE DATA						ALL Debtors	Debtor 1	Debtor 2
SOS NY						862619	565	

FILING OFFICE COPY — UCC FINANCING STATEMENT (FORM UCC1) (REV. 05/22/02)

**FILING NUMBER: 200602100136056**

**DEBTORS:** Mr. Lawrence Salander  
22 East 71 Street  
New York NY 10021

Salander-O'Reilly Galleries Inc.  
22 East 71 Street  
New York NY 10021

**SECURED PARTY:** Joseph P. Carroll Ltd.  
c/o Joseph P. Carroll  
200 East 66 Street, D-1905  
New York, NY 10021-9190

**COLLATERAL**

Collateral shall include the following works of art and all proceeds therefrom:

Albert Pinkham Ryder, 1847-1917  
**HOMEWARD AT TWILIGHT**  
Oil on canvas laid down on panel, 8 x 10 in.  
Original Carrig-Rohane Frame inscribed:  
"Carrig-Rohane Shop Inc./ RC & NM Vose/ Boston/1920/ #2521."

Marsden Hartley, 1877-1943  
**STILL LIFE: LEATHERY LEAVES**, c 1920  
Oil on board, 25 1/2 x 21 1/2 in  
Inscribed in pencil on verso: "*Leathery Leaves by Marsden Hartley*"  
Two black ink "AS" Alfred Stieglitz Estate Stamps on verso.

Ralston Crawford, 1906-1978  
**Box CAR**, 1941 - SOR# 25516  
Oil on canvas, 16 x 22 in.

Stuart Davis, 1892-1964  
**ELITE (BLACK AND WHITE VARIATION ON POCHADE)**, c.1956-58  
Casein on canvas, 45 x 56 in.  
(Salander-O'Reilly Stuart Davis BLACK AND WHITE catalogue plate seven {#7})

Odilon Redon, 1840-1916  
**PAYSAGE ITALIAN**  
13 x 18 1/4 in. (33 x 46.5 cm.)  
Oil on canvas, Signed twice, bottom left and right, "Odilon Redon"

Odilon Redon, 1840-1916  
**HEAD OF CHRIST**, c. 1895  
11 1/2 x 8 1/2 in. (29 x 21.5 cm.)  
Pastel and gouache on cardboard, Signed "Odilon Redon" lower right

Odilon Redon, 1840-1916  
**HEAD OF WOMAN AND ROSES (PORTRAIT OF CAMILLE REDON)**, c. 1881  
Charcoal on paper, 20 3/4 x 14 3/4 in. (52.6 x 37.5 cm.), Signed "Od.R" lower left

Jean-Auguste-Dominique Ingres, 1780-1867  
HEAD OF JUPITER IN PROFILE, c. 1809-1810  
Oil on canvas, 48 x 40 cm. (18 7/8 x 15 3/4 in.)

Henri (Le Douanier) Rousseau, 1844-1910  
LA CITADEL, c. 1893  
Oil on board on cradled panel, 18 x 13 in.  
Signed lower right "*Henri Rousseau*"

325284

2006 FEB 17 PM 2:56

## UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME &amp; PHONE OF CONTACT AT FILER (optional)

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

CSC 50  
RAW DOWN

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE #

200602100136056 02/10/2006

1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS.

2. TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3. CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4. ASSIGNMENT (put or part): Give name of assignee in item 7a or 7b and address of assignee in item 7c and also give name of assignor in item 9.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects ☐ Debtor or ☐ Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

☐ CHANGE name and/or address: Please refer to the detailed instructions.☐ DELETE name: Give record name to be deleted in item 9a or 9b.☐ ADD name: Complete item 7a or 7b, and also item 7c (see instructions items 7a-7c of record).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME

OR 6b. INDIVIDUAL'S LAST NAME

SALANDER

FIRST NAME  
LAWRENCE

MIDDLE NAME

SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME

OR 7b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

7c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

7d. REFERENCES

ADD INFO RE  
ORGANIZATION  
DEBTOR

7e. TYPE OF ORGANIZATION

7f. JURISDICTION OF ORGANIZATION

7g. ORGANIZATIONAL ID #, if any

☐ NONE

8. AMENDMENT (COLLATERAL CHANGE): check only one box

Describe collateral ☐ deleted or ☐ added, or give entire ☒ restated collateral description, or describe collateral ☐ assigned.

SEE ATTACHED SCHEDULE

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here ☐ and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME

JOSEPH P. CARROLL LTD

OR 9b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

10. OPTIONAL FILER REFERENCE DATA

SOS NY

875574 565

FILING OFFICE COPY — UCC FINANCING STATEMENT AMENDMENT (FORM UCC3) (REV 05/22/02)

FILING NUMBER: 200602170159806

# **UCC FINANCING STATEMENT AMENDMENT ADDENDUM**

**FOLLOW INSTRUCTIONS (front and back) CAREFULLY**

**11. INITIAL FINANCING STATEMENT FILE # (same as item 12 on Amendment form)**  
200602100136056

**12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as item 8 on Amendment form)**

**12a. ORGANIZATION'S NAME**  
JOSEPH P. CARROLL LTD.  
**OR**  
**12b. INDIVIDUAL'S LAST NAME** **FIRST NAME** **MIDDLE NAME, SUFFIX**

**13. Use this space for additional information**

**THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY**

**ADDITIONAL DEBTOR:**  
SALANDER-O'REILLY GALLERIES INC.



**DEBTORS:** Mr. Lawrence Salander  
22 East 71 Street  
New York NY 10021

Salander-O'Reilly Galleries Inc.  
22 East 71 Street  
New York NY 10021

**SECURED PARTY:** Joseph P. Carroll Ltd.  
c/o Joseph P. Carroll  
200 East 66 Street, D-1905  
New York, NY 10021-9190-

**COLLATERAL**

Collateral shall include the following works of art and all proceeds therefrom:

Ralston Crawford, 1906-1978  
**BOX CAR**, 1941 - SOR# 25516  
Oil on canvas, 16 x 22 in.

Stuart Davis, 1892-1964  
**ELITE (BLACK AND WHITE VARIATION ON POCHADE)**, c.1956-58  
Casein on canvas, 45 x 56 in.  
(Salander-O'Reilly Stuart Davis BLACK AND WHITE catalogue plate seven (#7))

Odilon Redon, 1840-1916  
**PAYSAGE ITALIAN**  
13 x 18 1/4 in. (33 x 46.5 cm.)  
Oil on canvas, Signed twice, bottom left and right, "Odilon Redon"

Odilon Redon, 1840-1916  
**HEAD OF CHRIST**, c. 1895  
11 1/2 x 8 1/2 in. (29 x 21.5 cm.)  
Pastel and gouache on cardboard, Signed "Odilon Redon" lower right

Odilon Redon, 1840-1916  
**HEAD OF WOMAN AND ROSES (PORTRAIT OF CAMILLE REDON)**, c. 1881  
Charcoal on paper, 20 3/4 x 14 3/4 in. (52.6 x 37.5 cm.), Signed "Od.R" lower left

Charles Sheeler, 1883-1965  
**BARN ABSTRACTION**, 1946  
Tempera on paperboard, 21 1/2 x 29 3/8 in.  
Signed and dated lower right "Charles Sheeler-1946"

Marsden Hartley, 1877-1943  
**CHEZ PRUNIER**, c. 1924  
Oil on canvas, 32 x 25 1/4 in. (81.3 x 65.4 cm.)  
Signed and titled on the stretcher "MARSDEN HARTLEY CHEZ PRUNIER PARIS"  
Rectangular red stamp on the verso and on stretcher "MARSDEN HARTLEY PARIS"

Marsden Hartley, 1877-1943

CYNICAL BLUE AND JOVIAL BROWN, DOGTOWN, 1931

Oil on board, 18 x 24 inches

Signed, titled and dated verso:

*"cynical blue/jovial brown/dogtown/1931/marsden hartley"*

Jean-Auguste-Dominique Ingres, 1780-1867

HEAD OF JUPITER IN PROFILE, c. 1809-1810

Oil on canvas, 48 x 40 cm. (18 7/8 x 15 3/4 in.)

Henri (Le Douanier) Rousseau, 1844-1910

LA CITADEL, c. 1893

Oil on board on cradled panel, 18 x 13 in.

Signed lower right "Henri Rousseau"

325449

2006 APR 18 AM 10:33

## UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME &amp; PHONE OF CONTACT AT FILER (optional)

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

CSC 50  
DRAW DOWN

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE #

200602100136056 02/10/2006

1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS ☐2. ☐ TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.3. ☐ CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.4. ☐ ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9.5. AMENDMENT (PARTY INFORMATION): This Amendment affects ☐ Debtor or ☐ Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

☐ CHANGE name and/or address. Please refer to the detailed instructions in regard to changing the name and/or address of a party.☐ DELETE name. Give second name to be deleted in item 6a or 6b.☐ ADD name: Complete item 7a or 7b, and also item 7c; also complete item 7d if applicable.

6. CURRENT RECORD INFORMATION.

6a. ORGANIZATION'S NAME

OR 6b. INDIVIDUAL'S LAST NAME

SALANDER

FIRST NAME

LAWRENCE

MIDDLE NAME

B.

SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME

OR 7b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

7c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

7d. SEE INSTRUCTIONS

ADD INFO RE  
ORGANIZATION  
DEBTOR

7e. TYPE OF ORGANIZATION

7f. JURISDICTION OF ORGANIZATION

7g. ORGANIZATION ID #, if any

☐ NONE

8. AMENDMENT (COLLATERAL CHANGE): check only one box.

Describe collateral ☐ deleted or ☒ added, or give entire ☐ restated collateral description, or describe collateral ☐ assigned.

SEE ATTACHED SCHEDULE

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment; if this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here ☐ and enter name of DEBTOR authorizing the Amendment.

9a. ORGANIZATION'S NAME

JOSEPH P. CARROLL LTD.

OR 9b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

10. OPTIONAL FILER REFERENCE DATA

SOS NY

993694-5 565

FILING OFFICE COPY — UCC FINANCING STATEMENT AMENDMENT (FORM UCC3) (REV. 06/22/02)

FILING NUMBER: 200604180330680

**UCC FINANCING STATEMENT AMENDMENT ADDENDUM**

**FOLLOW INSTRUCTIONS (front and back) CAREFULLY**

11. INITIAL FINANCING STATEMENT FILE # (same as Item 1a on Amendment form)  
200602100136056

12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as Item 9 on Amendment form)

12a. ORGANIZATION'S NAME

JOSEPH P. CARROLL LTD.

OR

12b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME, SUFFIX

13. Use this space for additional information

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

ADDITIONAL DEBTOR: SALANDER-O'REILLY GALLERIES LLC

325449

2006 APR 18 AM 10:33

**DEBTORS:** Lawrence B. Salander  
22 East 71 Street  
New York NY 10021

Salander-O'Reilly Galleries LLC  
22 East 71 Street  
New York NY 10021

**SECURED PARTY:** Joseph P. Carroll Ltd.  
c/o Joseph P. Carroll  
200 East 66 Street, D-1905  
New York, NY 10021-9190

**COLLATERAL**

Collateral shall include the following works of art and all proceeds therefrom:

Ralston Crawford, 1906-1978  
BOX CAR, 1941 - SOR# 25516  
Oil on canvas, 16 x 22 in.

Stuart Davis, 1892-1964  
ELITE (BLACK AND WHITE VARIATION ON POCHADE), c.1956-58  
Casein on canvas, 45 x 56 in.  
(Salander-O'Reilly Stuart Davis BLACK AND WHITE catalogue plate seven (#7))

Marsden Hartley, 1877-1943  
CHEZ PRUNIER, c. 1924  
Oil on canvas, 32 x 25 3/4 in. (81.3 x 65.4 cm.)  
Signed and titled on the stretcher "MARSDEN HARTLEY CHEZ PRUNIER PARIS"  
Rectangular red stamp on the verso and on stretcher "MARSDEN HARTLEY PARIS"

Marsden Hartley, 1877-1943  
CYNICAL BLUE AND JOVIAL BROWN, DOGTOWN, 1931  
Oil on board, 18 x 24 inches  
Signed, titled and dated verso:  
"cynical blue/jovial brown/dogtown/1931/marsden hartley"

Jean-Auguste-Dominique Ingres, 1780-1867  
HEAD OF JUPITER IN PROFILE, c. 1809-1810  
Oil on canvas, 48 x 40 cm. (18 7/8 x 15 3/4 in.)

Odilon Redon, 1840-1916  
PAYSAGE ITALIAN  
13 x 18 1/4 in. (33 x 46.5 cm.)  
Oil on canvas, Signed twice, bottom left and right, "Odilon Redon"

Odilon Redon, 1840-1916  
HEAD OF CHRIST, c. 1895  
11 1/2 x 8 1/2 in. (29 x 21.5 cm.)  
Pastel and gouache on cardboard, Signed "Odilon Redon" lower right

325449

2006 APR 18 AM 10:33

Odilon Redon, 1840-1916

**HEAD OF WOMAN AND ROSES (PORTRAIT OF CAMILLE REDON)**, c. 1881

Charcoal on paper, 20 3/4 x 14 3/4 in. (52.6 x 37.5 cm.), Signed "Od.R" lower left

Henri (Le Douanier) Rousseau, 1844-1910

**LA CITADEL**, c. 1893

Oil on board on cradled panel, 18 x 13 in.

Signed lower right "Henri Rousseau"

Charles Sheeler, 1883-1965

**BARN ABSTRACTION**, 1946

Tempera on paperboard, 21 1/2 x 29 3/8 in.

Signed and dated lower right "Charles Sheeler-1946"

Wayne Thiebaud, 1920 -

**NORTH BEACH (SAN FRANCISCO, CALIFORNIA)**, c. 1960/1961

Oil on canvas, 24 x 38 in., Signed on verso "THIEBAUD".

325449

2006 APR 18 AM 10:33

325766

2006 JUL 17 PM 12:10

**UCC FINANCING STATEMENT AMENDMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)	
B. SEND ACKNOWLEDGMENT TO: (Name and Address)	

**CSC 50  
DRAW DOWN**

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE# 200602100136056 02/10/2006		1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the <b>REAL ESTATE RECORDS</b>	
2. <input type="checkbox"/> <b>TERMINATION:</b> Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.			
3. <input type="checkbox"/> <b>CONTINUATION:</b> Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.			
4. <input type="checkbox"/> <b>ASSIGNMENT (full or partial):</b> Give name of assignee in Item 7a or 7b and address of assignee in Item 7c; and also give name of assignor in Item 9.			
5. <b>AMENDMENT (PARTY INFORMATION):</b> This Amendment affects <input type="checkbox"/> Debtor or <input type="checkbox"/> Secured Party of record. Check only one of these two boxes. Also check one of the following three boxes and provide appropriate information in Items 6 and/or 7. <input type="checkbox"/> <b>CHANGE</b> name and/or address. Please refer to the detailed instructions in Item 6a or 6b for instructions. <input type="checkbox"/> <b>DELETE</b> name: Give record name to be deleted in Item 6a or 6b. <input type="checkbox"/> <b>ADD</b> name: Complete Item 7a or 7b, and also Item 7c; also complete Item 7d (if applicable).			
6. <b>CURRENT RECORD INFORMATION:</b>			
6a. ORGANIZATION'S NAME			
OR	6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME
	DRISCOLL	JOHN	PAUL
7. <b>CHANGED (NEW) OR ADDED INFORMATION:</b>			
7a. ORGANIZATION'S NAME			
OR	7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME
7c. MAILING ADDRESS			
CITY			
STATE			
POSTAL CODE			
COUNTRY			
7d. <b>SEE INSTRUCTIONS</b>	ADD INFO RE ORGANIZATION DEBTOR	7e. TYPE OF ORGANIZATION	7f. JURISDICTION OF ORGANIZATION
			7g. ORGANIZATIONAL ID#, if any
			<input type="checkbox"/> NONE
8. <b>AMENDMENT (COLLATERAL CHANGE):</b> check only one box. Describe collateral <input type="checkbox"/> deleted or <input type="checkbox"/> added, or give entire <input checked="" type="checkbox"/> restated collateral description, or describe collateral <input type="checkbox"/> assigned.			
SEE ATTACHED SCHEDULE			

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment. If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here ☐ and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME			
JOSEPH P. CARROLL LTD			
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME
			SUFFIX

10. OPTIONAL FILER REFERENCE DATA

SOS NY

244107565

FILING OFFICE COPY — UCC FINANCING STATEMENT AMENDMENT (FORM UCCS) (REV. 05/22/02)

**FILING NUMBER: 200607170585241**

325766

2006 JUL 17 PM 12: 10

**UCC FINANCING STATEMENT AMENDMENT ADDENDUM**

**FOLLOW INSTRUCTIONS (front and back) CAREFULLY**

**11. INITIAL FINANCING STATEMENT FILE # (same as Item 1a on Amendment form)**

200602100136056

**12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as Item 9 on Amendment form)**

**12a. ORGANIZATION'S NAME**

JOSEPH P. CARROLL LTD.

OR

**12b. INDIVIDUAL'S LAST NAME**

**FIRST NAME**

**MIDDLE NAME, SUFFIX**

**13. Use this space for additional information**

**THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY**

**ADDITIONAL DEBTOR: BABCOCK GALLERIES**



DEBTORS: John Paul Driscoll  
724 Fifth Avenue  
New York NY 10019

Babcock Galleries  
724 Fifth Avenue  
New York NY 10019

SECURED PARTY: Joseph P. Carroll Ltd.  
c/o Joseph P. Carroll  
200 East 66 Street, D-1905  
New York, NY 10021-9190

**COLLATERAL**

Collateral shall include the following 47 works of art and all proceeds therefrom:

Milton Avery, 1885 - 1965

CONVERSATION ON THE ROCKS, 1944

Gouache on paper, 21 1/4 x 29 3/4 in., Signed and dated lower left "MILTON AVERY 1944"

Signed, title and dated on verso "MILTON AVERY, CONVERSATION ON THE ROCKS, 1944"

Milton Avery, 1885 - 1965

MORNING WORKOUT, 1955

Mixed Media (Oil and Gouache) on paper, 22 3/4 x 30 7/8 in.

Signed and dated lower left "MILTON AVERY 1955"

Signed, title and dated on verso "MILTON AVERY, MORNING WORKOUT, 1955"

Milton Avery, 1885 - 1965

PALM MOON (STARRY NIGHT), 1959

Oil on canvasboard, 16 x 20 in., Signed and dated lower left "MILTON AVERY 59"

Signed, title and dated on verso "MILTON AVERY, PALM MOON, 1959"

Milton Avery, 1885 - 1965

MISTY MORNING, 1962

Oil on paper, 23 x 35 in., Signed and dated lower right "Milton Avery 62"

Charles Ephraim Burchfield, 1893 - 1967

HORSE AND CARRIAGE PASSING FARMHOUSE, 1920

Watercolor and chalk on paper, 20 x 30 in.

Arthur B. Carles, 1882 - 1952

STANDING NUDE, c. 1912 - 1913

Oil on canvas, 39 7/8 x 31 1/2 in.

Thomas Cole, 1801 - 1848

VIEW OF THE CATSKILL MOUNTAIN HOUSE FROM ARTIST'S ROCK, c. 1840

Oil on academy board, 7 7/16 x 11 in. (18.9 x 27.9 cm.)

Konrad Cramer, 1888 - 1963

DESERTED LIME KILNS, 1930

Oil on canvasboard, 24 x 30 in., Signed and dated lower right "*Konrad Cramer, 11 1930*"

Ralston Crawford, 1906 - 1977

SHIP'S BOW c. 1938

Oil on canvas, 30 X 26 in.

Ralston Crawford, 1906 - 1977

LIFEBOAT DAVIT, 1940

Oil on canvas, 40 1/8 X 32 1/8 in., Signed lower left "*CRAWFORD*"

Ralston Crawford, 1906 - 1977

TURBINE SHAFTS, COULEE DAM 1970

Oil on canvas, 22 X 16 in., Signed lower left "*RC*"

James H. Daugherty, 1887-1974

VIEW OF LOWER MANHATTAN FROM BROOKLYN HEIGHTS, c. 1913-1915

Oil on canvas, 32 x 39 1/2 in., Estate stamp signature "*James Daugherty*" lower right

James H. Daugherty, 1887-1974

SYNCHROMIST STILL LIFE, c. 1916-1917

Oil on canvas, 19 3/4 x 29 5/8 in., Estate stamp signature "*James Daugherty*" lower right

Stuart Davis, 1892 - 1964

GRAVEYARD ON THE DUNES - PROVINCETOWN, 1913

Oil on canvas, 38 X 30 1/4 inches

Signed lower center - left: "*STUART DAVIS*"

Signed on verso, on original canvas showing through lining, canvas signed twice with Estate Stamp: "*STUART DAVIS*"

Stuart Davis, 1892 - 1964

CUBIST STUDY: BRICK GAS TANK, 1916

Oil on canvas, 23 1/4 x 19 1/8 in.

Signed and dated lower left "*Stuart Davis 1916.*"

Stuart Davis, 1892 - 1964

CUBIST STUDY: AIRVIEW, 1916

Oil on canvas, 30 1/4 x 24 1/4 in.

Estate stamp signature on verso upper right "*Stuart Davis*"

Stuart Davis, 1892 - 1964

TOBACCO FIELDS, TIOGA, PENNSYLVANIA, 1919

Oil on canvas, 23 3/4 x 29 3/4 in.

Signed, dated, and inscribed on verso upper right: "STUART DAVIS/ TIOGA PA. 1919"

Stuart Davis, 1892 - 1964

UNTITLED (ABSTRACT STILL LIFE), c. 1922-1923

Oil on canvas, 22 x 33 in.

Stuart Davis, 1892 - 1964

WORKING DRAWING FOR BASS ROCKS NO. 1 AND BASS ROCKS NO. 2, 1939

Pencil on paper, Sight: 33 x 41 1/2 in.

Estate stamp on backboards of PAD SERIES # 1 and PAD SERIES # 3 "STUART DAVIS"

Stuart Davis, 1892 - 1964

BLACK AND WHITE VARIATION ON TOWN SQUARE, c. 1950-1964.

(DRAWING FOR REPORT FROM ROCKPORT)

Ink on paper, 26 3/4 x 32 3/4 in., Signed on backboard in black ink "STUART DAVIS"

Stuart Davis, 1892 - 1964

BLACK AND WHITE VARIATION ON POCHADE I (ELITE #6), c.1956 - 1958

Casein on canvas, 45 x 56 in.

Signed with Estate stamp on top stretcher: "STUART DAVIS"

Stuart Davis, 1892 - 1964

BLACK AND WHITE VARIATION ON POCHADE II (ELITE #7), c.1956-1958

Casein on canvas, 45 x 56 in.

Signed with Estate stamp on top stretcher: "STUART DAVIS"

Preston Dickinson, 1891 - 1930

DOUBLE - SIDED DRAWING, c. 1924

• RECTO: Grain Elevator, Omaha, 20 x 14 in.

• VERSO: STILL LIFE WITH BANANAS, 14 x 20 in.

Pastel and pencil on paper

Arthur G. Dove, 1880 - 1946

DARK ABSTRACTION (WOODS), 1920

Oil on canvas, 21 3/8 x 18 in.

Arthur G. Dove, 1880 - 1946

Wind (No. 1), 1929

Ink and watercolor on paper mounted on panel, 19 1/2 x 23 1/2 in.

Signed, title and date on original backboard in ink "Wind/ 1929/ Dove"

Arshile Gorky, 1904 - 1948

UNTITLED, 1946

Double - sided drawing, Pencil on paper, 12 3/4 x 17 in.

Signed and dated middle left "a. gorky/ 46"

John D. Graham, 1881-1961

COFFEE CUP (LA TASSE DE CAFÉ), c. 1928-1929

Oil and sand on canvas, 19 5/8 x 25 1/2 in.

Signed and title on verso: "New York/ Lunch Room/ Coffee Cup/ Graham."

John D. Graham, 1881-1961

PLACE OBSERVATOIRE, 1927

Oil on canvas, 21 1/4 x 28 3/4 in, Signed and dated lower left "Graham 27"

John D. Graham, 1881-1961

SELF PORTRAIT, 1923

Oil on canvas, 20 1/4 x 15 in., Signed and dated lower left "Graham XXIII"

Philip Guston, 1913 - 1980

FIGURE STUDIES, c. 1966

Conte crayon on paper, 18 x 24 in.

Samuel Halpert, 1884 - 1930

PONT NEUF, PARIS, c. 1910

Oil on canvas, 10 5/8 x 16 1/8 in.

Norman Lewis, 1909-1979

ABSTRACT LANDSCAPE, 1937

Watercolor on paper, 14 x 20 in., Signed and dated "Norman Lewis, 1937" lower right

John Marin, 1870-1953

No. 4, FALL OF 1930, 1930

Oil on canvas, 18 x 14 in., Signed and dated lower right "Marin '30."

John Marin, 1870-1953

SEA AND BOAT FANTASY, 1944

Oil on canvas, 28 x 34 1/4 in., Signed and dated lower right "MARIN 44"

Title on original stretcher attached to verso: "Sea and Boat Fantasy"

Alfred H. Maurer, 1868-1932

FAUVE LANDSCAPE WITH TREES, c 1910

Oil on gesso board, 21 3/8 x 18 1/8 in.

Alfred H. Maurer, 1868-1932

CUBIST STILL LIFE WITH CERAMIC BOWL, 1930 - 1932

Oil on gesso board, 18 x 21 1/2 in., Signed upper left "A.H. Maurer"

Alfred H. Maurer, 1868-1932

ABSTRACT HEAD, c 1930-1932

Watercolor, gouache and charcoal on paper, 21 1/2 x 17 3/4 in.

Signed twice in pencil "A.H. Maurer" lower right and lower left.

Larry Rivers, 1923 - 2002

UNTITLED, 1959

Oil on canvas laid down on artist's original wood and masonite chassis, 29 1/2 x 33 in.

Signed and dated lower right "Rivers '59",

H. Lyman Sayen, 1875 - 1918

PONT DES ARTS, NO. 1, PARIS, c. 1908 - 1911

Oil on panel, 10 3/8 x 13 3/4 in. (26.4 x 35 cm.)

Signed and inscribed on verso: "#1, H. L. Sayen, 195 Bvd. Raspail, Paris."

Charles Sheeler, 1883-1965

BARN ABSTRACTION, 1946

Tempera on paperboard, 21 1/2 x 29 3/8 in.,

Signed and dated lower right "Charles Sheeler-1946"

Charles Sheeler, 1883 - 1965

THE SPIRIT OF RESEARCH, 1955/56, Tempera on Plexiglas, Image: 9 1/2 x 6 1/2 in.

Charles Sheeler, 1883-1965

UNTITLED (YACHTING) c. 1920

Pencil and conte crayon on paper, 6 5/8 x 11 1/8 in. (16.8 x 28.3 cm.)

Charles Sheeler, 1883-1965

HORSES, c. 1955, Gouache and pencil on paper, 11 x 14 in.

Niles Spencer, 1893 - 1952

THE CEMENT PLANT, c. 1935

Watercolor and gouache on paper, 20 1/4 x 14 1/4 in., Signed lower left "Niles Spencer"

Joseph Stella, 1877-1946

CLIFFS AND ROCKS, c. 1925

Pastel and Charcoal on paper, 23 7/8 x 17 3/4 in, Estate stamp "Joseph Stella" lower right

Joseph Stella, 1877-1946

STUDY FOR NEW YORK INTERPRETED, c. 1920

Oil, pastel, watercolor, ink and pencil on paper, 11 x 8 1/2 in.

Signed and dated "Joseph Stella 1923" lower left.

Joseph Stella, 1877-1946

NEW YORK ROOFTOPS, c. 1932

Oil on canvas, 20 x 26 in., Signed "J. Stella" lower left

**UCC FINANCING STATEMENT AMENDMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

2006 SEP 20 AM 9:41

325964

**CSC 50  
DRAW DOWN**

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE #  
200602100136056 02/10/2006

1b. THE FINANCING STATEMENT AMENDMENT is  
to be filed (for record) (or recorded) in the  
REAL ESTATE RECORDS.

2. **TERMINATION:** Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3. **CONTINUATION:** Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4. **ASSIGNMENT** (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 8.

5. **AMENDMENT (PARTY INFORMATION):** This Amendment affects ☐ Debtor ☐ Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

☐ **CHANGE** name and/or address: Please refer to the detailed instructions  
on page 2 of the form for more information.

☐ **DELETE** name: Give record name  
to be deleted in item 6a or 6b.

☐ **ADD** name: Complete item 7a or 7b, and also item 7c;  
also complete items 7d-7f as applicable.

6. **CURRENT RECORD INFORMATION**

6a. ORGANIZATION'S NAME

OR 6b. INDIVIDUAL'S LAST NAME

SALANDER

FIRST NAME

LAWRENCE

MIDDLE NAME

B.

SUFFIX

7. **CHANGED (NEW) OR ADDED INFORMATION**

7a. ORGANIZATION'S NAME

OR 7b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

7c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

7d. SEE INSTRUCTIONS

ADDL INFO RE  
ORGANIZATION  
DEBTOR

7e. TYPE OF ORGANIZATION

7f. JURISDICTION OF ORGANIZATION

7g. ORGANIZATIONAL ID #, if any

☐ NONE

8. **AMENDMENT (COLLATERAL CHANGE):** check only one box.

Describe collateral ☐ deleted or ☐ added, or give entire ☒ renewed collateral description, or describe collateral ☐ assigned.

SEE ATTACHED SCHEDULE

9. **NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT** (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here ☐ and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME

JOSEPH P. CARROLL LTD.

OR 9b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

10. **OPTIONAL FILER REFERENCE DATA**

SOS NY

463958 565

FILING OFFICE COPY — UCC FINANCING STATEMENT AMENDMENT (FORM UCC3) (REV. 05/22/02)

**FILING NUMBER: 200609200759289**

325964

2007 SEP 20 AM 9:41

**UCC FINANCING STATEMENT AMENDMENT ADDENDUM**

**FOLLOW INSTRUCTIONS (front and back) CAREFULLY**

**11. INITIAL FINANCING STATEMENT FILE # (same as Item 1a on Amendment form)**

200602100136056

**12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as Item 8 on Amendment form)**

**12a. ORGANIZATION'S NAME**

JOSEPH P. CARROLL LTD.

**OR**

**12b. INDIVIDUAL'S LAST NAME**

**FIRST NAME**

**MIDDLE NAME, SUFFIX**

**13. Use this space for additional information**

**THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY**

**ADDITIONAL DEBTOR: SALANDER-O'REILLY GALLERIES LLC**

**325964**

**2006 SEP 20 AM 9:41**

**DEBTORS:** Lawrence B. Salander  
22 East 71 Street  
New York NY 10021

Salander-O'Reilly Galleries LLC  
22 East 71 Street  
New York NY 10021

**SECURED PARTY:** JOSEPH P. CARROLL LTD.  
c/o Joseph P. Carroll  
200 East 66 Street, D-1905  
New York, NY 10021-9190

**COLLATERAL**

Collateral shall include the following three (3) works of art and all proceeds therefrom:

John Covert, 1882 - 1960

**KABUKI TETRAD, c. 1916**

- KABUKI DANCERS I/IV
- KABUKI DANCERS II/IV
- KABUKI DANCERS III/IV
- KABUKI DANCERS IV/IV

Four - panel painting, Oil on burlap, each panel: 65 1/2 x 17 3/4 in.

Stuart Davis, 1892 - 1964

**BLACK AND WHITE VARIATION ON POCHADE II (ELITE #7), c.1956-1958**

Casein on canvas, 45 x 56 in.

Signed with Estate stamp on top stretcher: "STUART DAVIS"

Stuart Davis, 1892 - 1964

**STANDARD BRAND #2 (PAD COMPLET AND STANDARD BRAND), 1960-1961**

Casein and traces of pencil on paper, 12 1/3 x 10 in.

Signed upper right within margin (in script) "STUART DAVIS"

Signed and dated under mat "STUART DAVIS/ 1960"

Signed, dated, and inscribed on verso:

"Study For Standard Brand/ Stuart Davis 1961/ Casein 10 1/8 x 13"



326088

2006 OCT 17 PM 1:34

## UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME &amp; PHONE OF CONTACT AT FILER (optional)

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

CSC 50  
DRAW DOWN

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE #

200602100136056 02/10/2006

1b. This FINANCING STATEMENT AMENDMENT is to be filed (for recording) (or recorded) in the REAL ESTATE RECORDS.

2. ☐ TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.3. ☐ CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.4. ☐ ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 8.5. AMENDMENT (PARTY INFORMATION): This Amendment affects ☐ Debtor ☐ Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

☐ CHANGE name and/or address. Please refer to the detailed instructions☐ DELETE name. Give record name☐ ADD name. Complete item 7a or 7b, and item 7c; also complete item 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME

OR

6b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

SALANDER

LAWRENCE

B.

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

7c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

7d. SEE INSTRUCTIONS

ADD INFO RE  
ORGANIZATION  
DEBTOR

7e. TYPE OF ORGANIZATION

7f. JURISDICTION OF ORGANIZATION

7g. ORGANIZATIONAL ID #, if any

☐ NONE

8. AMENDMENT (COLLATERAL CHANGE): check only one box.

Describe collateral: ☐ deleted or ☐ added, or give entire ☒ amended collateral description, or describe collateral ☐ assigned.

SEE ATTACHED COLLATERAL DESCRIPTION.

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here ☐ and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME

OR

JOSEPH P. CARROLL LTD.

9b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

10. OPTIONAL FILER REFERENCE DATA

SOS NY

531348565

FILING OFFICE COPY — UCC FINANCING STATEMENT AMENDMENT (FORM UCC3) (REV. 05/22/02)

FILING NUMBER: 200610170829563

326088

2006 OCT 17 PM 1:34

**UCC FINANCING STATEMENT AMENDMENT ADDENDUM**

**FOLLOW INSTRUCTIONS (front and back) CAREFULLY**

**11. INITIAL FINANCING STATEMENT FILE # (same as Item 1a on Amendment form)**  
200602100136056 02/10/2006

**12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as Item 9 on Amendment form)**

**12a. ORGANIZATION'S NAME**

JOSEPH P. CARROLL LTD.

**OR**

**12b. INDIVIDUAL'S LAST NAME**

**FIRST NAME**

**MIDDLE NAME/SUFFIX**

**13. Use this space for additional information**

**THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY**

**ADDITIONAL DEBTOR: SALANDER-O'REILLY GALLERIES LLC**

**DEBTORS:** Lawrence B. Salander  
22 East 71 Street  
New York NY 10021

Salander-O'Reilly Galleries LLC  
22 East 71 Street  
New York NY 10021

**SECURED PARTY:** JOSEPH P. CARROLL LTD.  
c/o Joseph P. Carroll  
200 East 66 Street, D-1905  
New York, NY 10021-9190

**COLLATERAL**

Collateral shall include the following two (2) works of art and all proceeds therefrom:

Arshile Gorky, 1904 - 1948  
**THE PIRATE II**, 1942-1943  
Oil on canvas, 30 x 36 inches (76.2 x 91.4 cm)  
Signed and dated upper right "a. gorky/ 43"

Stuart Davis, 1892 - 1964  
**STANDARD BRAND #2 (PAD COMPLET AND STANDARD BRAND)**, 1960-1961  
Casein and traces of pencil on paper, 12 1/3 x 10 in.  
Signed upper right within margin (in script) "STUART DAVIS"  
Signed and dated under mat "STUART DAVIS/ 1960"  
Signed, dated, and inscribed on verso:  
"Study For Standard Brand/ Stuart Davis 1961/ Casein 10 1/8 x 13"

326088

2006 OCT 17 PM 1:34

## UCC FINANCING STATEMENT AMENDMENT

233855

2006 OCT 18 AM 4:30

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME &amp; PHONE OF CONTACT AT FILER (optional)

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

CSC 50  
DRAW DOWN

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE #

200602100136056 02/10/2006

1b. This FINANCING STATEMENT AMENDMENT is  
to be filed (for record) (or recorded) in the  
REAL ESTATE RECORDS2. ☐ TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.3. ☐ CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.4. ☐ ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c and also give name of assignor in item 9.5. AMENDMENT (PARTY INFORMATION): This Amendment affects ☐ Debtor or ☐ Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

☐ CHANGE name and/or address: Please refer to the detailed instructions  
in regard to changing the name and address of a party.☐ DELETE name: Give record name  
to be deleted in item 6a or 6b.☐ ADD name: Complete item 7a or 7b and also item 7c  
the complete item 7c (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME

OR 6b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

SALANDER

LAWRENCE

B.

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME

OR 7b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

7c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

7d. SEE INSTRUCTIONS

ADD INFO RE  
ORGANIZATION  
DEBTOR

7e. TYPE OF ORGANIZATION

7f. JURISDICTION OF ORGANIZATION

7g. ORGANIZATIONAL ID #, if any

☐ NONE

8. AMENDMENT (COLLATERAL CHANGE): check only one box.

Describe collateral ☐ deleted or ☐ added, or give entire ☒ renewed collateral description, or describe collateral ☐ assigned.

SEE ATTACHED COLLATERAL DESCRIPTION

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment) If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here ☐ and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME

OR JOSEPH P. CARROLL LTD.

9b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

10. OPTIONAL FILER REFERENCE DATA

SOS NY

535126 565

FILING OFFICE COPY — UCC FINANCING STATEMENT AMENDMENT (FORM UCC3) (REV. 05/22/02)

FILING NUMBER: 200610180834011

**UCC FINANCING STATEMENT AMENDMENT ADDENDUM**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

11 INITIAL FINANCING STATEMENT FILE # (same as item 1a on Amendment form)

200602100136056 02/10/2006

12 NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as item 9 on Amendment form)

12a ORGANIZATION'S NAME

JOSEPH P. CARROLL LTD.

OR

12b INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME, SUFFIX

13 Use this space for additional information

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

ADDITIONAL DEBTOR: SALANDER-O'REILLY GALLERIES LLC

233855

2006 OCT 15 PM 4:30

**DEBTORS:** Lawrence B. Salander  
22 East 71 Street  
New York NY 10021

Salander-O'Reilly Galleries LLC  
22 East 71 Street  
New York NY 10021

**SECURED PARTY:** JOSEPH P. CARROLL LTD.  
c/o Joseph P. Carroll  
200 East 66 Street, D-1905  
New York, NY 10021-9190

**COLLATERAL**

Collateral shall include the following ten (10) works of art and all proceeds therefrom:

Arshile Gorky, 1904 - 1948  
**THE PIRATE II**, 1942-1943  
Oil on canvas, 30 x 36 inches (76.2 x 91.4 cm)  
Signed and dated upper right "a. gorky/ 43"

**NINE (9) WORKS BY STUART DAVIS: 1892 - 1964**

**DRAWING FOR MATCHES**, 1927  
Pencil and red and green crayon (grid) on paper, 20 1/8 x 13 1/4 in.  
Dated lower left: "1927".

**DRAWING FOR PERCOLATOR**, 1927  
Pencil on paper, 19 1/2 x 16 in.

**DRAWING FOR EGG BEATER No. 1**, 1927  
Pencil and orange crayon (grid) on paper, 16 3/8 x 21 1/4 in., Sight: 14 3/8 x 18 in.  
Signed and dated lower right "STUART DAVIS NOV. 3, 1927"  
Inscribed by artist lower center "EGG BEATER #1"

**"ART DIGEST" COVER**, 1953  
Gouache and traces of pencil on paper, 18 x 12 3/4 in.  
Signed lower right within margin (in script) "STUART DAVIS"  
Dated middle right within margin (backwards) "53"  
Signed and inscribed under mat:  
"STUART DAVIS/ 43 - 7 AVE./ NYC XII/ WATKINS 9-7519"  
Signed and inscribed on verso:  
"MR. STUART DAVIS/ 15 WEST 67/ NYC 10023."

**GRAVEYARD ON THE DUNES - PROVINCETOWN, 1913**

Oil on canvas, 38 X 30 1/4 inches

Signed lower center - left: "STUART DAVIS"

Signed on verso, on original canvas showing through lining, canvas signed twice with Estate

Stamp: "STUART DAVIS"

**STANDARD BRAND #2 (PAD COMPLET and STANDARD BRAND), 1960-1961**

Casein and traces of pencil on paper, 12 1/3 x 10 in.

Signed upper right within margin (in script) "STUART DAVIS"

Signed and dated under mat "STUART DAVIS/ 1960"

Signed, dated, and inscribed on verso:

"STUDY FOR STANDARD BRAND/ STUART DAVIS 1961/ CASEIN 10 1/8 x 13"

**CUBIST STUDY: BRICK GAS TANK, 1916**

Oil on canvas, 23 1/4 x 19 1/8 in.

Signed and dated lower left "Stuart Davis 1916."

**TOBACCO FIELDS, TIOGA, PENNSYLVANIA, 1919**

Oil on canvas, 23 3/4 x 29 3/4 in.

Signed, dated, and inscribed on verso upper right:

"STUART DAVIS/ TIOGA PA. 1919"

**BLACK AND WHITE VARIATION ON TOWN SQUARE, c. 1950-1964.**

(DRAWING FOR REPORT FROM ROCKPORT)

Ink on paper, 26 1/4 x 32 3/4 in., Signed on backboard in black ink "STUART DAVIS"

233855

2006 OCT 18 PM 4:20

60-2-114 01 130 9097